

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In Re

CALPINE CORPORATION, et al.HSBC BANK USA, NATIONAL
ASSOCIATION, AS INDENTURE
TRUSTEE,

Appellant,

- against -

CALPINE CORPORATION,

Appellee.

HSBC BANK USA, NATIONAL
ASSOCIATION, AS INDENTURE
TRUSTEE,

Appellant,

- against -

CALPINE CORPORATION,

Appellee.

HSBC BANK USA, NATIONAL
ASSOCIATION, AS INDENTURE
TRUSTEE,

Appellant,

- against -

CALPINE CORPORATION,

Appellee.

USDC SDNY
DOCUMENT
ELECTRONICALLY FILED
DOC #: 50207
DATE FILED: MAY 02 2007

Chapter 11

Case No. 05-60200 (BRL)

(Jointly Administered)

Case No. 1:07-cv-03088 (GBD)

Case No. 1:07-cv-03122 (GBD)

Case No. 1:07-cv-03124 (GBD)

3374945_3

-----x
THE BANK OF NEW YORK, AS :
ADMINISTRATIVE AGENT FOR THE :
HOLDERS OF THE SECOND PRIORITY :
SECURED TERM LOANS, : **Case No. 1:07-cv-03125 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----x
THE BANK OF NEW YORK, AS :
ADMINISTRATIVE AGENT FOR THE :
HOLDERS OF THE SECOND PRIORITY :
SECURED TERM LOANS, : **Case No. 1:07-cv-03126 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----x
THE BANK OF NEW YORK, AS :
ADMINISTRATIVE AGENT FOR THE :
HOLDERS OF THE SECOND PRIORITY :
SECURED TERM LOANS, : **Case No. 1:07-cv-03127 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----x

WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03187 (GBD)
Appellant,	:	
- against -		:
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03188 (GBD)
Appellant,	:	
- against -		:
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03189 (GBD)
Appellant,	:	
- against -		:
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03190 (GBD)
Appellant,	:	
- against -		:
CALPINE CORPORATION,	:	
Appellee.	:	

WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03191 (GBD)
Appellant,	:	
~ against ~	:	
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03192 (GBD)
Appellant,	:	
~ against ~	:	
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03193 (GBD)
Appellant,	:	
~ against ~	:	
CALPINE CORPORATION,	:	
Appellee.	:	
WILMINGTON TRUST COMPANY,	:	Case No. 1:07-cv-03194 (GBD)
Appellant,	:	
~ against ~	:	
CALPINE CORPORATION,	:	
Appellee.	:	

-----X
WILMINGTON TRUST FSB, SOLELY IN :
ITS CAPACITY AS INDENTURE :
TRUSTEE, : **Case No. 1:07-CV-03195 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X
WILMINGTON TRUST FSB, SOLELY IN :
ITS CAPACITY AS INDENTURE :
TRUSTEE, : **Case No. 1:07-cv-03196 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X
WILMINGTON TRUST FSB, SOLELY IN :
ITS CAPACITY AS INDENTURE :
TRUSTEE, : **Case No. 1:07-cv-03197 (GBD)**
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X

-----X
WILMINGTON TRUST FSB, SOLELY IN :
ITS CAPACITY AS INDENTURE :
TRUSTEE, : Case No. 1:07-cv-03198 (GBD)
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X
MANUFACTURERS AND TRADERS :
TRUST COMPANY, : Case No. 1:07-cv-03199 (GBD)
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X
MANUFACTURERS AND TRADERS :
TRUST COMPANY, AS INDENTURE :
TRUSTEE, : Case No. 1:07-cv-03200 (GBD)
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X
MANUFACTURERS AND TRADERS :
TRUST COMPANY, AS INDENTURE :
TRUSTEE, : Case No. 1:07-cv-03201 (GBD)
:
Appellant, :
:
- against - :
:
CALPINE CORPORATION, :
:
Appellee. :
-----X

THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDER OF CALPINE CORPORATION, ET AL., : Case No. 1:07-cv-03202 (GBD)

Appellants,

- against -

THE BANK OF NOVA SCOTIA, AS
ADMINISTRATIVE AGENT,
WILMINGTON TRUST FSB, AS
INDENTURE TRUSTEE,
WILMINGTON TRUST COMPANY, AS
COLLATERAL AGENT,
WILMINGTON TRUST COMPANY, AS
ADMINISTRATIVE AGENT,
HSBC BANK USA, NATIONAL
ASSOCIATION, AS INDENTURE TRUSTEE
THE BANK OF NEW YORK, AS
ADMINISTRATIVE AGENT,
MANUFACTURERS & TRADERS TRUST
COMPANY, AS INDENTURE TRUSTEE

Appellees.

**THE OFFICIAL COMMITTEE OF EQUITY
SECURITY HOLDERS OF CALPINE
CORPORATION, ET AL.,**

Case No. 1:07-cv-03203 (GBD)

Appellants.

- against -

THE BANK OF NOVA SCOTIA, AS
ADMINISTRATIVE AGENT,
WILMINGTON TRUST FSB, AS
INDENTURE TRUSTEE,
WILMINGTON TRUST COMPANY, AS
COLLATERAL AGENT,
WILMINGTON TRUST COMPANY, AS
ADMINISTRATIVE AGENT,
HSBC BANK USA, NATIONAL
ASSOCIATION, AS INDENTURE TRUSTEE
THE BANK OF NEW YORK, AS
ADMINISTRATIVE AGENT,
MANUFACTURERS & TRADERS TRUST
COMPANY, AS INDENTURE TRUSTEE

Appellees.

3374945 3

-----x		
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF CALPINE CORPORATION, ET AL.,	:	Case No. 1:07-cv-03204 (GBD)
Appellants.	:	
- against -	:	
THE BANK OF NOVA SCOTIA, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST FSB, AS INDENTURE TRUSTEE, WILMINGTON TRUST COMPANY, AS COLLATERAL AGENT, WILMINGTON TRUST COMPANY, AS ADMINISTRATIVE AGENT, HSBC BANK USA, NATIONAL ASSOCIATION, AS INDENTURE TRUSTEE, THE BANK OF NEW YORK, AS ADMINISTRATIVE AGENT, MANUFACTURERS & TRADERS TRUST COMPANY, AS INDENTURE TRUSTEE	:	
Appellees.	:	
-----x		
CALPINE CORPORATION, <u>et al.</u>	:	
Appellant,	:	Case No. 1:07-cv-03266 (GBD)
- against -	:	
WILMINGTON TRUST FSB, <u>et al.</u>	:	
Appellee.	:	
-----x		
CALPINE CORPORATION,	:	
Appellant,	:	Case No. 1:07-cv- 3267 (GBD)
- against -	:	
HSBC BANK USA, NATIONAL ASSOCIATION, AS INDENTURE TRUSTEE, THE BANK OF NEW YORK, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST FSB, AS INDENTURE TRUSTEE, WILMINGTON	:	

TRUST COMPANY, AS ADMINISTRATIVE	:	
AGENT, WILMINGTON TRUST COMPANY,	:	
AS COLLATERAL AGENT, AND	:	
MANUFACTURERS & TRADERS TRUST	:	
COMPANY, AS INDENTURE TRUSTEE,	:	
	:	
Appellee.	:	
<hr/>		
CALPINE CORPORATION,	:	
	:	
Appellant,	:	Case No. 1:07-cv-3268 (GBD)
	:	
- against -	:	
	:	
HSBC BANK USA, NATIONAL	:	
ASSOCIATION, AS INDENTURE	:	
TRUSTEE, THE BANK OF NEW YORK,	:	
AS ADMINISTRATIVE AGENT,	:	
WILMINGTON TRUST FSB, AS	:	
INDENTURE TRUSTEE, WILMINGTON	:	
TRUST COMPANY, AS ADMINISTRATIVE	:	
AGENT, WILMINGTON TRUST COMPANY,	:	
AS COLLATERAL AGENT, AND	:	
MANUFACTURERS & TRADERS TRUST	:	
COMPANY, AS INDENTURE TRUSTEE,	:	
	:	
Appellee.	:	
<hr/>		
THE OFFICIAL COMMITTEE OF	:	
UNSECURED CREDITORS OF CALPINE	:	
CORPORATION, ET AL.,	:	
	:	
Appellants.	:	
	:	
- against -	:	
	:	
HSBC BANK USA, NATIONAL	:	
ASSOCIATION, AS INDENTURE	:	
TRUSTEE, THE BANK OF NEW YORK,	:	
AS ADMINISTRATIVE AGENT,	:	
WILMINGTON TRUST FSB, AS	:	
INDENTURE TRUSTEE, WILMINGTON	:	
TRUST COMPANY, AS ADMINISTRATIVE	:	
AGENT, WILMINGTON TRUST COMPANY,	:	
AS COLLATERAL AGENT, AND	:	
MANUFACTURERS & TRADERS TRUST	:	
COMPANY, AS INDENTURE TRUSTEE,	:	
	:	
Appellees.	:	
<hr/>		

THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF CALPINE CORPORATION, ET AL.,	:	Case No. 1:07-cv-3264 (GBD)
Appellants.	:	
- against -	:	
HSBC BANK USA, NATIONAL ASSOCIATION, AS INDENTURE TRUSTEE, THE BANK OF NEW YORK, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST FSB, AS INDENTURE TRUSTEE, WILMINGTON TRUST COMPANY, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST COMPANY, AS COLLATERAL AGENT, AND MANUFACTURERS & TRADERS TRUST COMPANY, AS INDENTURE TRUSTEE,	:	
Appellees.	:	
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF CALPINE CORPORATION, ET AL.,	:	Case No. 1:07-cv-3265 (GBD)
Appellants.	:	
- against -	:	
HSBC BANK USA, NATIONAL ASSOCIATION, AS INDENTURE TRUSTEE, THE BANK OF NEW YORK, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST FSB, AS INDENTURE TRUSTEE, WILMINGTON TRUST COMPANY, AS ADMINISTRATIVE AGENT, WILMINGTON TRUST COMPANY, AS COLLATERAL AGENT, AND MANUFACTURERS & TRADERS TRUST COMPANY, AS INDENTURE TRUSTEE,	:	
Appellees.	:	

**STIPULATION AND AGREED ORDER CONSOLIDATING APPEALS FROM
ORDERS OF THE BANKRUPTCY COURT**

It is hereby STIPULATED AND AGREED by and between the undersigned counsel for the respective parties, and, upon approval of the Court, shall be deemed ORDERED, as follows:

1. Each of the above appeals shall be consolidated for all purposes.
2. The caption for the consolidated appeals shall be as follows:

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x	
In re	
	:
CALPINE CORPORATION, et al.,	Chapter 11
	:
	Case No. 05-60200 (BRL)
	:
	(Jointly Administered)
-----x	
HSBC BANK USA, NATIONAL	:
ASSOCIATION, AS INDENTURE	:
TRUSTEE, THE BANK OF NEW YORK,	Case No. I:07-cv-03088 (GBD)
AS ADMINISTRATIVE AGENT,	:
WILMINGTON TRUST FSB, AS	:
INDENTURE TRUSTEE, WILMINGTON	:
TRUST COMPANY, AS ADMINISTRATIVE	:
AGENT, WILMINGTON TRUST COMPANY,	:
AS COLLATERAL AGENT, AND	:
MANUFACTURERS & TRADERS TRUST	:
COMPANY, AS INDENTURE TRUSTEE	:
	Appellants,
	Appellees.
-----x	
- against -	
CALPINE CORPORATION, THE OFFICIAL	:
COMMITTEE OF UNSECURED	:
CREDITORS OF CALPINE CORPORATION,	:
AND THE OFFICIAL COMMITTEE OF	:
EQUITY SECURITY HOLDERS	:

3374945_3

CALPINE CORPORATION, THE OFFICIAL :
 COMMITTEE OF UNSECURED :
 CREDITORS OF CALPINE CORPORATION, :
 AND THE OFFICIAL COMMITTEE OF :
 EQUITY SECURITY HOLDERS, :

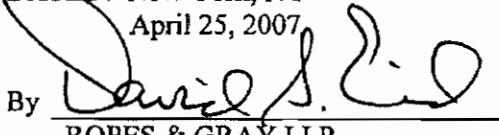
Appellants, :

- against - :

HSBC BANK USA, NATIONAL :
 ASSOCIATION, AS INDENTURE :
 TRUSTEE, THE BANK OF NEW YORK, :
 AS ADMINISTRATIVE AGENT, :
 WILMINGTON TRUST FSB, AS :
 INDENTURE TRUSTEE, WILMINGTON :
 TRUST COMPANY, AS ADMINISTRATIVE :
 AGENT, WILMINGTON TRUST COMPANY, :
 AS COLLATERAL AGENT, AND :
 MANUFACTURERS & TRADERS TRUST :
 COMPANY, AS INDENTURE TRUSTEE, :

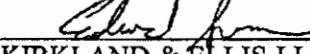
Appellees. :

DATED: New York, NY
 April 25, 2007

By 

ROPS & GRAY LLP
 1211 Avenue of the Americas
 New York, NY 10036-8704
 Telephone: (212) 596-9000
 Facsimile: (212) 596-9090
 Mark I. Bane, Esq. (MB 4883)
 Mark R. Somerstein, Esq. (MS
 9721)
 David S. Elkind, Esq. (DE 4054)

*Attorneys for HSBC Bank USA,
 National Association, as Indenture
 Trustee under the Second Priority
 Indenture and for The Bank of New
 York, as Administrative Agent under
 the Second Priority Credit and
 Guarantee Agreement with respect
 to certain Second Priority Secured
 Institutional Term Loans*

By 

KIRKLAND & ELLIS LLP
 153 East 53rd Street
 New York, NY 10022-4611
 Telephone: (212) 446-4800
 Facsimile: (212) 446-4900
 Richard M. Cieri, Esq. (RC 6062)
 Mark Kieselstein, Esq. (admitted pro hac
 vice)
 David Seligman, Esq. (admitted pro hac
 vice)
 Edward O. Sassower, Esq. (ES 5823)
 Jeffrey S. Powell, Esq. (admitted pro hac
 vice)
 Stephen E. Hessler, Esq. (admitted pro hac
 vice)
*Attorneys for Debtors Calpine
 Generating Company, LLC, CalGen
 Finance Corp., Calpine Corporation,
 and Each of their Debtor Subsidiaries
 and Affiliates Listed in Exhibit 1*

By _____

NIXON PEABODY LLP
437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111
Chris Desiderio, Esq. (CD 6929)
Richard C. Pedone, Esq. (admitted pro
hac vice)
Amanda D. Darwin, Esq. (AD 2719)
*Attorneys for Wilmington Trust
FSB, as Indenture Trustee under the
First Priority Indenture, Wilmington
Trust Company, as Collateral
Agent, and Wilmington Trust
Company, as Administrative Agent
under the Credit and Guarantee
Agreement with respect to certain
First Priority Security Institutional
Term Loans*

By _____

Judy G.Z. Liu
WHIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153-0119
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Martin J. Bienenstock, Esq. (MB 3001)
Judy G.Z. Liu, Esq. (JL 6449)
Penny P. Reid, Esq. (PR 5699)

*Attorneys for Manufacturers & Traders
Trust Company, as Indenture Trustee
under the Third Priority Indenture*

By _____

AKIN GUMP STRAUSS HAUER
& FELD LLP
590 Madison Avenue
New York, NY 10022
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Fred S. Hodara, Esq. (FH 7947)
Michael S. Stamer, Esq. (MS 4900)
Philip Dublin, Esq. (PD 4919)
Alexis Freeman, Esq. (AF 0328)
Robert A. Johnson, Esq. (RJ 6553)
*Attorneys for the Official Committee
of Unsecured Creditors*

By _____

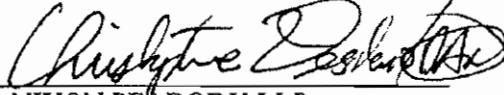
FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP
One New York Plaza
New York, NY 10004
Telephone: (212) 859-8000
Facsimile: (212) 859-4000
Gary L. Kaplan, Esq. (GK 4542)
Brad E. Scheler, Esq. (BS 8019)
Adrian Feldman, Esq. (AF 2478)
*Attorneys for the Official Committee of
Equity Security Holders of Calpine
Corporation, et al.*

SO ORDERED:

UNITED STATES DISTRICT JUDGE

Dated: April , 2007

3374945_3

By 

NIXON PEABODY LLP
437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111
Chris Desiderio, Esq. (CD 6929)
Richard C. Pedone, Esq. (admitted pro
hac vice)
Amanda D. Darwin, Esq. (AD 2719)

*Attorneys for Wilmington Trust
FSB, as Indenture Trustee under the
First Priority Indenture, Wilmington
Trust Company, as Collateral
Agent, and Wilmington Trust
Company, as Administrative Agent
under the Credit and Guarantee
Agreement with respect to certain
First Priority Security Institutional
Term Loans*

By

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153-0119
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Martin J. Bienenstock, Esq. (MB 3001)
Judy G.Z. Liu, Esq. (JL 6449)
Penny P. Reid, Esq. (PR 5699)

*Attorneys for Manufacturers & Traders
Trust Company, as Indenture Trustee
under the Third Priority Indenture*

By

AKIN GUMP STRAUSS HAUER
& FELD LLP
590 Madison Avenue
New York, NY 10022
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Fred S. Hodara, Esq. (FH 7947)
Michael S. Stamer, Esq. (MS 4900)
Philip Dublin, Esq. (PD 4919)
Alexis Freeman, Esq. (AF 0328)
Robert A. Johnson, Esq. (RJ 6553)
*Attorneys for the Official Committee
of Unsecured Creditors*

By

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP
One New York Plaza
New York, NY 10004
Telephone: (212) 859-8000
Facsimile: (212) 859-4000
Gary L. Kaplan, Esq. (GK 4542)
Brad E. Scheler, Esq. (BS 8019)
Adrian Feldman, Esq. (AF 2478)

*Attorneys for the Official Committee of
Equity Security Holders of Calpine
Corporation, et al.*

SO ORDERED:

UNITED STATES DISTRICT JUDGE

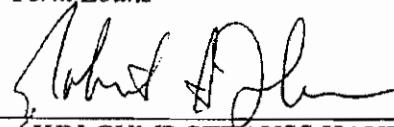
Dated: April , 2007

3374945_3

By

NIXON PEABODY LLP
437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111
Chris Desiderio, Esq. (CD 6929)
Richard C. Pedone, Esq. (admitted pro
hac vice)
Amanda D. Darwin, Esq. (AD 2719)
*Attorneys for Wilmington Trust
FSB, as Indenture Trustee under the
First Priority Indenture, Wilmington
Trust Company, as Collateral
Agent, and Wilmington Trust
Company, as Administrative Agent
under the Credit and Guarantee
Agreement with respect to certain
First Priority Security Institutional
Term Loans*

By


AKIN GUMP STRAUSS HAUER
& FELD LLP
590 Madison Avenue
New York, NY 10022
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Fred S. Hodara, Esq. (FH 7947)
Michael S. Stamer, Esq. (MS 4900)
Philip Dublin, Esq. (PD 4919)
Alexis Freeman, Esq. (AF 0328)
Robert A. Johnson, Esq. (RJ 6553)
*Attorneys for the Official Committee
of Unsecured Creditors*

By

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153-0119
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Martin J. Bienenstock, Esq. (MB 3001)
Judy G.Z. Liu, Esq. (JL 6449)
Penny P. Reid, Esq. (PR 5699)

*Attorneys for Manufacturers & Traders
Trust Company, as Indenture Trustee
under the Third Priority Indenture*

By

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP
One New York Plaza
New York, NY 10004
Telephone: (212) 859-8000
Facsimile: (212) 859-4000
Gary L. Kaplan, Esq. (GK 4542)
Brad E. Scheler, Esq. (BS 8019)
Adrian Feldman, Esq. (AF 2478)
*Attorneys for the Official Committee of
Equity Security Holders of Calpine
Corporation, et al.*

SO ORDERED:

UNITED STATES DISTRICT JUDGE

Dated: April , 2007

3374945_3

By _____

NIXON PEABODY LLP
437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111
Chris Desiderio, Esq. (CD 6929)
Richard C. Pedone, Esq. (admitted pro
hac vice)
Amanda D. Darwin, Esq. (AD 2719)

*Attorneys for Wilmington Trust
FSB, as Indenture Trustee under the
First Priority Indenture, Wilmington
Trust Company, as Collateral
Agent, and Wilmington Trust
Company, as Administrative Agent
under the Credit and Guarantee
Agreement with respect to certain
First Priority Security Institutional
Term Loans*

By _____

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153-0119
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Martin J. Bienenstock, Esq. (MB 3001)
Judy G.Z. Liu, Esq. (JL 6449)
Penny P. Reid, Esq. (PR 5699)

*Attorneys for Manufacturers & Traders
Trust Company, as Indenture Trustee
under the Third Priority Indenture*

By _____

AKIN GUMP STRAUSS HAUER
& FELD LLP
590 Madison Avenue
New York, NY 10022
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Fred S. Hodara, Esq. (FH 7947)
Michael S. Stamer, Esq. (MS 4900)
Philip Dublin, Esq. (PD 4919)
Alexis Freeman, Esq. (AF 0328)
Robert A. Johnson, Esq. (RJ 6553)

*Attorneys for the Official Committee
of Unsecured Creditors*

By *J. Z. Bal* _____

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP
One New York Plaza
New York, NY 10004
Telephone: (212) 859-8000
Facsimile: (212) 859-4000
Gary L. Kaplan, Esq. (GK 4542)
Brad E. Scheler, Esq. (BS 8019)
Adrian Feldman, Esq. (AF 2478)

*Attorneys for the Official Committee of
Equity Security Holders of Calpine
Corporation, et al.*

SO ORDERED:

George B. Daniels
UNITED STATES DISTRICT JUDGE
RON. GEORGE B. DANIELS
Dated: April 2, 2007
MAY 02 2007
3374945_3